

EXHIBIT A

(Exhibit has been redacted to protect
confidential information)

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

THE STATE OF TEXAS, et al.,	§	
	§	
Plaintiffs,	§	
v.	§	
	§	Civil Action No. 4:20-CV-957-SDJ
GOOGLE LLC,	§	
	§	
Defendant.	§	

**SECOND DECLARATION OF ANDREW ROPE IN SUPPORT OF
DEFENDANT'S MOTION TO TRANSFER VENUE**

I, Andrew Rope, declare as follows:

1. I am employed by Google LLC ("Google") as a Senior Legal Project Manager. I have worked for Google since February 2018 and am based in the company's office in Mountain View, California.

2. I provide this declaration in support of Google's motion to transfer venue. This declaration is based on my personal knowledge and investigation. If called as a witness in this matter, I could and would testify competently to all of the information contained in this declaration.

3. I am informed and believe that the Office of the Attorney General of Texas attended depositions of ten Google employees as part of its investigation. The following table lists these individuals by name, and the "Location" column specifies each individual's assigned work location (or, in the case of former employees, last assigned work location):

Current or Former Google Employee	Location



Nine of the individuals listed in the table above were also listed in Exhibit A to the Declaration of Andrew Rope, filed under seal with Defendant's Motion to Transfer Venue, ECF No. 30. For those nine individuals, the table reports where they were located as of the date specified in that Declaration. For the one remaining individual [REDACTED], I determined his office location using Google's internal directory, which is updated as employees transfer to a different office. The table reports his location as of February 9, 2021.

4. Based on my investigation, including review of Google's internal directory, I have determined that: (a) as of February 9, 2021, [REDACTED]
[REDACTED]; (b) [REDACTED]
[REDACTED]; and (c) [REDACTED]
[REDACTED].

5. I reviewed the declaration of Christopher Erickson and, on that basis, am informed and believe that Exhibits A1 and A2 to this declaration are lists of ZIP codes located, in whole or in part, within the Northern District of California and the Eastern District of Texas, respectively.

6. By running queries on databases that Google maintains in the ordinary course of its business, Google employees compiled information about (a) customer identifiers associated with publisher customers that used Google Ad Manager's ad exchange during Google's 2020 fiscal year and have a current billing address (as of February 8, 2021) within the ZIP codes listed in

Exhibits A1 and A2 (“In-District Publishers”); and (b) customer identifiers associated with advertiser customers that used either Google Ads (for the purpose of purchasing third-party display advertising inventory) or Display & Video 360 (“DV360”) during Google’s 2020 fiscal year and have a current billing address (as of February 8, 2021) within the ZIP codes listed in Exhibits A1 and A2 (“In-District Advertisers”).

7. Some of the results of those queries are shown in the table below:

	N.D. Cal.	E.D. Tex.
Number of In-District Publishers	198	6
Number of In-District Advertisers	39,536	13,526


8. The queries also revealed that (a) In-District Publishers in the Northern District of California receive about twenty-five times more money from Google (what Google calls Traffic Acquisition Cost (“TAC”)¹) than In-District Publishers in the Eastern District of Texas receive from Google; and (b) Google’s gross revenues from In-District Advertisers in the Northern District of California are about one hundred times larger than its gross revenues from In-District Advertisers in the Eastern District of Texas.²

¹ TAC represents the revenue that Google shares with third-party publishers when advertising inventory on their sites are sold through Google’s ad exchange or ad networks.

² For purposes of this declaration, gross revenue includes only gross revenue from Google Ads and DV360. Google Ads gross revenue includes only purchases of display advertising inventory on third-party websites (i.e., excluding Google’s owned & operated properties). DV360 gross revenue includes all purchases, including spend on YouTube. Gross revenue for Google Ads & DV360 includes both media spend and, for DV360, platform fees.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge based on personal investigation and factual information provided to me.

Executed this 9th day of February, 2021 in Aptos, California.



Andrew Rope